

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE:

SUPPLEMENTAL ORDER REGARDING
ELECTIONS: V-537978
(hereinafter "Subject Drilling Unit")

DOCKET NO. VGOB-09-0421-2509

REPORT OF BOARD

FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board *sua sponte* in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992 at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirements of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on July 20, 2009, and recorded in Deed Book 469, Page 605 in the Office of the Clerk of the Circuit Court for Dickenson County, Virginia on August 12, 2009, (herein "Board Order") and (2) to complete the record regarding elections. The Board Order established a drilling unit and pooled all interests in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 *et seq.*, Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
 - (a) The Board Order directed Range Resources-Pine Mountain, Inc., (herein the "Designated Operator"), to mail copies of the Board Order to all Respondents whose interests, if any, were pooled by said Board Order;

- (b) The Designated Operator filed its affidavit of mailing dated October 16, 2009, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interests, if any, were pooled by said Board Order;
 - (c) The Board Order required each Respondent whose interests, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated October 16, 2009, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.7C (herein "Affidavit of Elections" annexed hereto), wherein it has, for each Respondent whose interests, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election(s) made, if any; and (iii) whether, by reason of failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interests, estates and claims in Subject Drilling Unit to the Designated Operator;
 - (d) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, Wachovia Bank, N.A., VA7515, P. O. Box 14061, Roanoke, VA 24038; Tel: (540) 563-7764; Attn: Judy Barger, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated July 18, 2006. The Affidavit of Elections indicates that the escrow of funds is **not** required with regard to V-537978.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at Paragraph 2 above, to the extent escrow was required and to the extent it pertained to the elections and interests of the Respondents who have entered into a royalty split agreement and no longer require escrow of any funds, the Applicant is hereby directed to provide the Board with reconciliation of its and the Escrow Agent's records so that any funds affected by this Order may be disbursed in an appropriate manner.
4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this

Supplemental Order stating that a true and correct copy of this Supplemental Order was mailed within seven (7) days from the date of receipt of this Supplemental Order to each Respondent whose address is known.

5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and **IT IS SO ORDERED**.
6. Effective Date: This Order shall be effective as of the date of the Board's approval of this Application, which is set forth at Paragraph 1 above.

DONE AND EXECUTED this 24 day of Nov, 2009,
by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 24 day of Nov, 2009,
by the Order of this Board.

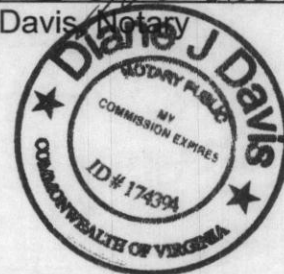
David E. Asbury
David E. Asbury
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF RUSSELL)

Acknowledged on this 24th day of November, 2009,
personally before me a notary public in and for the Commonwealth of Virginia,
appeared Bradley C. Lambert, being duly sworn did depose and say that he is
Chairman of the Virginia Gas and Oil Board, and appeared David E. Asbury,
being duly sworn did depose and say that he is Principal Executive to the Staff of
the Virginia Gas and Oil Board, that they executed the same and were authorized
to do so.

Diane J. Davis
Diane J. Davis, Notary
174394

My commission expires: 9/30/13



VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Range Resources-Pine Mountain, Inc, for Establishment of a Drilling Unit and the Forced Pooling of Interests in V-537978, Docket No. VGOB-09-0421-2509 in the Kenady District, Caney Ridge Quadrangle, Dickenson County, Virginia.

AFFIDAVIT OF MCKINNIS & SCOTT, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

Timothy E. Scott (herein Affiant), being duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of MCKINNIS & SCOTT, the Agent for the Designated Operator, with offices located at 135 W. Main Street, Suite 200, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on July 20, 2009, by the Virginia Gas and Oil Board regarding the captioned conventional gas unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed and recorded copy of the Order referred to at Paragraph 2, above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter; that proof of such mailing has previously been tendered to the Division of Gas and Oil, the Office of the Gas and Oil Inspector, at Abingdon, Virginia;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender written notice of their election of the option selected under Paragraph 9 of the Order to the Designated Operator within thirty (30) days from the date of receipt of a copy of the recorded Order;
5. That the Designated Operator, by and through its agent, McKinnis & Scott, Attorneys-at-Law, has established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interests have been pooled have made a

written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Drilling Unit; that the following persons or entities delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day elections period:

NONE

6. That the interest and/or claims of the following persons or entities (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, as unknown or unlocatable:

NONE

7. That after the pooling hearing held in the captioned matter, the following persons or entities have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims:

NONE

8. That the Designated Operator with regard to persons previously requiring the services of the Escrow Agent have now reached an agreement regarding their interests or claims that allows Applicant/Designated Operator to make royalty distribution without the need to escrow funds which would otherwise be in conflict:

NONE

9. That the Respondents identified in Exhibit B-3 hereto have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective coalbed methane rights, interests and claims shall be deemed to have leased to Applicant/Designated Operator pursuant to and in accordance with Paragraph 10 of the Board Order dated July 20, 2009:

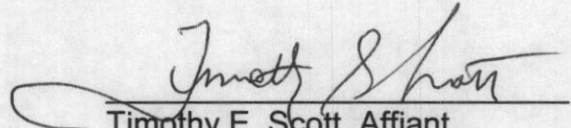
See Exhibit B-3

10. The Designated Operator requests that the following persons be dismissed as Respondents:

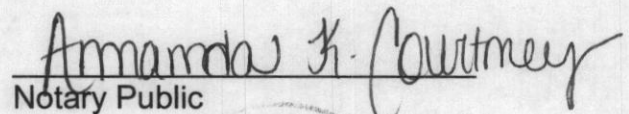
NONE

That pursuant to the provisions of 4VAC 25-160.70.A.10 and .C and VAC 25-160-80, annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are **not** required in this matter pursuant to the terms of §§ 45.1-361.21.D and 45.1-361.22.A.3 and .4.

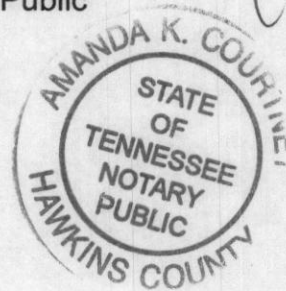
Dated at Kingsport, Tennessee, this 16th day of October, 2009.


Timothy E. Scott, Affiant

Taken, subscribed and sworn to before me by Timothy E. Scott, the Agent for Range Resources-Pine Mountain, Inc., a corporation, on behalf of the corporation, this 16th day of October, 2009.


Notary Public

My commission expires: 7/10/10



DK 474 PG 068
DK 469 PG 614

10374'

TOTAL UNIT AREA
= 112.69 ACRES

CCC COORDINATES
OF WELL V-537978
S 5931.46
W 32218.65

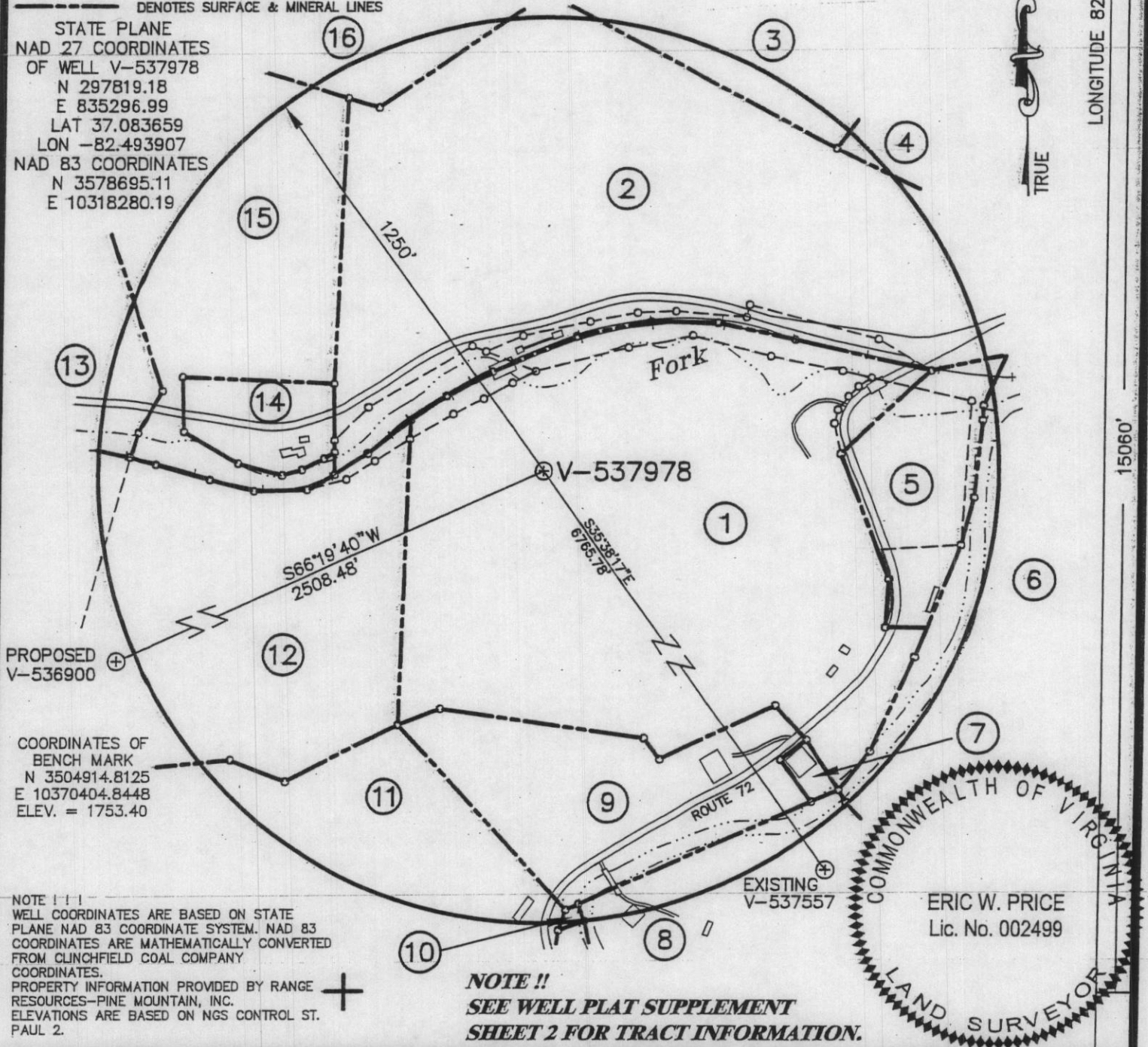
Exhibit A

LATITUDE 37°07'30"

LONGITUDE 82°27'30"

--- DENOTES MINERAL LINE
- - - DENOTES SURFACE LINE
- - - DENOTES SURFACE & MINERAL LINES

STATE PLANE
NAD 27 COORDINATES
OF WELL V-537978
N 297819.18
E 835296.99
LAT 37.083659
LON -82.493907
NAD 83 COORDINATES
N 3578695.11
E 10318280.19



NOTE !!!
WELL COORDINATES ARE BASED ON STATE
PLANE NAD 83 COORDINATE SYSTEM. NAD 83
COORDINATES ARE MATHEMATICALLY CONVERTED
FROM CLINCHFIELD COAL COMPANY
COORDINATES.
PROPERTY INFORMATION PROVIDED BY RANGE
RESOURCES-PINE MOUNTAIN, INC.
ELEVATIONS ARE BASED ON NGS CONTROL ST.
PAUL 2.

NOTE !!
SEE WELL PLAT SUPPLEMENT
SHEET 2 FOR TRACT INFORMATION.

WELL LOCATION PLAT

COMPANY Range Resources-Pine Mountain, Inc. WELL NAME AND NUMBER V-537978
TRACT No. LEASE NO. 906889 ELEVATION 1649.92 (GPS) QUADRANGLE CANEY RIDGE
COUNTY DICKENSON DISTRICT KENADY SCALE: 1" = 400' DATE MARCH 16, 2009
THIS PLAT IS A NEW PLAT x; AN UPDATED PLAT ; OR A FINAL LOCATION PLAT
PROPOSED TOTAL DEPTH OF WELL =

+ DENOTES THE LOCATION OF A WELL ON UNITED STATES TOPOGRAPHIC MAPS, SCALE 1 TO 24,000, LATITUDE AND LONGITUDE LINES BEING REPRESENTED BY BORDER LINES AS SHOWN.

T&L

LICENSED PROFESSIONAL ENGINEER OR LICENSED LAND SURVEYOR

(AFFIX SEAL)

①

Lease No. 906889
RANGE RESOURCES-PINE MOUNTAIN INC.
Oil & Gas 32.89 AC. - 29.19%
ACIN, LLC - Coal
PART OF O. W. POWERS
317.740 ACRE TRACT

②

Lease No.
JOAN C. TRIVETT, et al. 26 AC tract
Surface, Oil & Gas.
GAS 29.21 AC. - 25.92%
ACIN, LLC - Coal
PART OF O. W. POWERS
317.740 ACRE TRACT

③

Lease No.
KAREN L. ADAMS 8.952 AC. Tract
Surface, Oil & Gas
GAS 1.19 AC. - 1.06%

④

Lease No.
PAUL COX 4.465 AC Tract.
Surface, Oil & Gas
GAS 0.12 AC. - 0.11%

⑤

Lease No. 906889
RANGE RESOURCES-PINE MOUNTAIN INC.
Oil & Gas
GAS 4.05 AC. - 3.59%

⑥

Lease No.
JOAN C. TRIVETT - 1/2 INT. - Surface, Oil & Gas
ACIN, LLC - 1/2 INT. - Oil & Gas
58.50 ACRES
GAS 2.13 AC. - 1.89%

⑦

Lease No.
MICHAEL RAY ADDINGTON AND
CATHY ROMESA ADDINGTON QUALLS
Surface, Oil, Gas
0.25 ACRES
GAS 0.25 AC. - 0.22%

⑧

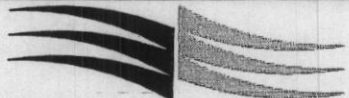
Lease No. 906488
RANGE RESOURCES-PINE MOUNTAIN INC.
Oil & Gas
GAS 1.68 AC. - 1.49%

⑨

Lease No.
WALKER HOLSAPPLE, 7.46 AC Tract.
Surface, Oil & Gas
GAS 7.46 AC. - 6.62%

⑩

Lease No.
ROGER BROWNING & PATSY JO POWERS
0.07 AC Lot.
Surface, Oil & Gas
GAS 0.05 AC. - 0.04%



THOMPSON & LITTON
312 Clintwood Main Street
Suite 201
P.O. Box 1869
Clintwood, Virginia 24228

RANGE RESOURCES-PINE MOUNTAIN, INC.
WELL No. V-537978
WELL PLAT SUPPLEMENT
SHEET 2

PROJECT No.:
10288 PLAT

SCALE: 1" = 400'

DATE: MARCH 16, 2009

48

BK 474 PG 070
BK 469 PG 616

11

Lease No.
EARL & FRANCIS LESTER, 18.00 AC Tract
Surface, Oil & Gas
GAS 6.01 AC. — 5.33%

12

Lease No. 906889
DICKENSON—RUSSELL COAL COMPANY, LLC/ALPHA LAND
& RESERVES, LLC/ACIN, LLC/WBRD, LLC
Part of J.W. HALE 58.50 AC Tract. — Coal
RANGE RESOURCES—PINE MOUNTAIN, INC.
Oil & Gas
GAS 14.15 AC. — 12.56%

13

Lease No. 906889
RANGE RESOURCES—PINE MOUNTAIN, INC.
Oil & Gas
GAS 0.96 AC. — 0.85%

14

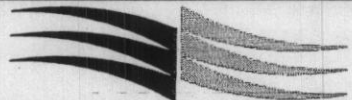
Lease No.
FRED COX, 1.96 AC Tract
Surface, Oil & Gas
GAS 1.96 AC. — 1.74%

15

Lease No.
DEBORAH RIFE MULLINS HEIRS, 15.25 AC Tract
Surface, Oil, Gas
GAS 9.53 AC. — 8.46%

16

Lease No. 906889
RANGE RESOURCES—PINE MOUNTAIN, INC. — Oil, Gas
GAS 1.05 AC. — 0.93%



THOMPSON & LITTON

312 Clintwood Main Street
Suite 201

P.O. Box 1869
Clintwood, Virginia 24228

RANGE RESOURCES-PINE MOUNTAIN, INC.

WELL No. V-537978

WELL PLAT SUPPLEMENT

SHEET 2

PROJECT No.:

10288 PLAT

SCALE: 1" = 400'

DATE: MARCH 16, 2009

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BK 469PG 617

BK 474PG 071

Exhibit "B-3" - Unleased Owners
V-537978

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
4	Paul A & Lila A Cox P.O. Box 1672 Clintwood, VA 24228 Tax Card ID - 15090	Unleased	0.11000000	0.12000000
10	Roger Browning & Patsy Jo Power 3 Liberty Cove Ruther Glen, VA 22546 Tax Card ID - 4272	Unleased	0.04000000	0.05000000
TOTAL GAS ESTATE			0.15000000	0.17000000

INSTRUMENT #090001473
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
AUGUST 12, 2009 AT 03:14PM

RICHARD W. EDWARDS, CLERK
RECORDED BY: CJF

INSTRUMENT #100000055
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
JANUARY 7, 2010 AT 10:39AM

RICHARD W. EDWARDS, CLERK
RECORDED BY: CJF

(1 of 1)

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